

**CERTIFICATE
OF
TRUST AGREEMENT**

Comes now Todd C. Zumbahl and Shirley A. Zumbahl pursuant to Mississippi Code Annotated of 1972 Section 91-9-7 and files this Certificate of Trust Agreement for the purpose of confirming the existence of the trust which has an ownership interest in real property. Pursuant to the above-identified statute Todd C. Zumbahl and Shirley A. Zumbahl state as follows:

1. The name of the trust is the: Zumbahl Family Revocable Living Trust, dated December 18, 2009.

2. The street and mailing address of the Office, Trustees and Grantors are as follows:

Todd C. Zumbahl and Shirley A. Zumbahl
141 Lindsey Drive
Hernando, MS 38632

3. The Zumbahl Family Revocable Living Trust, dated December 18, 2009 has accepted conveyance of the following properties:

Parcel #1

Commencing at the northeast corner of Section 8, Township 6 South, Range 9 West, Tate County, Mississippi and running thence S 00 degrees 29' 46" E a distance of 794.10 feet to an iron bar and the POINT OF BEGINNING of the herein described property; thence S 00 degrees 29' 46" E a distance of 791.92 feet; thence S 89 degrees 25' 25" W a distance of 1415.27 feet to an iron bar; thence N 01 degrees 07' 39" W a distance of 687.11 feet; thence N 85 degrees 12' 37" E a distance of 1426.82 feet to the point of beginning and containing 24 acres, more or less, and being in the Northeast Quarter of said Section 8.

Parcel #2

Lot 93, Section C, Forked Creek Subdivision, located in Section 1, Township 3, Range 8 West, Desoto County, Mississippi, as found at Plat Book 87, Page 34, in the office of the Chancery Clerk of Desoto County, Mississippi, and to which plat reference is hereby made for a more particular description of said lot.

4. The trust is revocable prior to the death of Todd C. Zumbahl and Shirley A. Zumbahl and thereafter shall terminate upon distribution of the assets held in trust to the beneficiaries named in said Zumbahl Family Revocable Living Trust, dated December 18, 2009.

5. The Trustee has broad powers including but not limited to those

specifically permitted by the Uniform Trustee Powers Act (Mississippi Code Annotated of 1972 Section 91-9-101 et seq).

Todd C. Zumbahl
Todd C. Zumbahl, Grantor

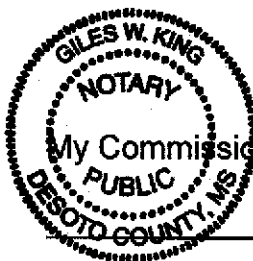
Todd C. Zumbahl
Todd C. Zumbahl, Trustee of the
Zumbahl Family Revocable
Living Trust, dated December 18,
2009

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, the within named Todd C. Zumbahl who acknowledged that he signed and delivered the above and foregoing instrument on the day and year therein mentioned.

Given under my hand and seal this 12 day of January, 2010.



Notary Public State of Mississippi
At Large
My Commission Expires
October 3, 2010
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.

Giles W. King
NOTARY

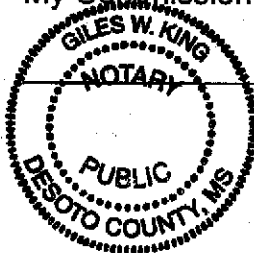
STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority of law in and for the said county and state on this 12 day of January, 2010, within my jurisdiction, the within named, Todd C. Zumbahl, who acknowledged that he is a Trustee of the Zumbahl Family Revocable Living Trust, dated December 18, 2009 and that in said representative capacity he executed the above and foregoing instrument, after first having been duly authorized so to do.

Giles W. King
NOTARY

My Commission Expires:



Notary Public State of Mississippi
At Large
My Commission Expires
October 3, 2010
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.

Prepared by: Giles W. King, Esq.
Return To: 5699 Getwell Rd.
Building F, Ste 1
Southaven, MS 38672
662-349-3111

Shirley A Zumbahl
Shirley A. Zumbahl, Grantor

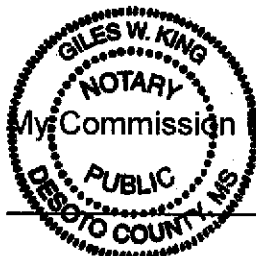
Shirley A Zumbahl
Shirley A. Zumbahl, Trustee of
the Zumbahl Family Revocable
Living Trust, dated December 18,
2009

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, the within named Shirley A. Zumbahl who acknowledged that she signed and delivered the above and foregoing instrument on the day and year therein mentioned.

Given under my hand and seal this 12th day of January, 2010.



Notary Public State of Mississippi
At Large
My Commission Expires
October 3, 2010
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.

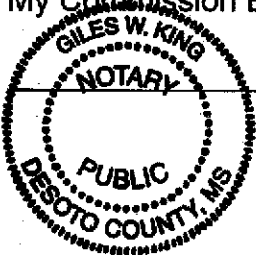
[Signature]
NOTARY

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority of law in and for the said county and state on this 12 day of January, 2010, within my jurisdiction, the within named, Shirley A. Zumbahl, who acknowledged that she is a Trustee of the Zumbahl Family Revocable Living Trust, dated December 18, 2009 and that in said representative capacity she executed the above and foregoing instrument, after first having been duly authorized so to do.

My Commission Expires:



Notary Public State of Mississippi
At Large
My Commission Expires
October 3, 2010
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.

[Signature]
NOTARY